

RECORDATION NO. 14522-J FILED

JUL 29 '03 1-03 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

July 29, 2003

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are five (5) copies of a Bill of Sale and Partial Release, dated July 1, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease and Security Agreement (84-1), previously filed with the Commission under Recordation Number 14522.

The names and addresses of the parties to the enclosed document are:

Lessor: Cypress Tankcar Leasing I, LLC
One Sansome Street, Suite 1900
San Francisco, California 94194

Security Trustee: The Bank of New York
1 Wall Street
New York, NY 10015

A description of the railroad equipment covered by the enclosed document is:

One (1) railcar GATX 016644

Mr. Vernon A. Williams
July 29, 2003
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A short summary of the document to appear in the index is:

Bill of Sale and Partial Release

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/anr
Enclosures

RECORDATION NO.

14522-5 FILED

BILL OF SALE AND PARTIAL RELEASE

JUL 29 '03

1-03 PM

SURFACE TRANSPORTATION BOARD

Cypress Tankcar Leasing I, LLC, the Lessor (the "Lessor") under a Restated and Amended Equipment Lease Agreement (GATC Trust 84-1) dated as of December 20, 1984 (the "Lease") between the Lessor and GATX Financial Corporation, as successor by merger to GATX Rail Corporation, formerly named General American Transportation Corporation (the "Lessee"), does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 016644 (the "Unit") "as is," "where is," without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

The Bank of New York successor to Mercantile - Safe Deposit and Trust Company, as trustee (the "Security Trustee") under a Trust Indenture and Security Agreement (GATC Trust 84-1) dated as of December 20, 1984 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: July 1, 2003

Cypress Tankcar Leasing I, LLC

By: Cypress Equipment Management
Corporation, II, Manager

By: _____

Title: _____

The Bank of New York, successor to
Mercantile-Safe Deposit and Trust Company, as
Security Trustee

By: _____

Title: _____

BILL OF SALE AND PARTIAL RELEASE

Cypress Tankcar Leasing I, LLC, the Lessor (the "Lessor") under a Restated and Amended Equipment Lease Agreement (GATC Trust 84-1) dated as of December 20, 1984 (the "Lease") between the Lessor and GATX Financial Corporation, as successor by merger to GATX Rail Corporation, formerly named General American Transportation Corporation (the "Lessee"), does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 016644 (the "Unit") "as is," "where is," without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

The Bank of New York successor to Mercantile - Safe Deposit and Trust Company, as trustee (the "Security Trustee") under a Trust Indenture and Security Agreement (GATC Trust 84-1) dated as of December 20, 1984 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: July 1, 2003

Cypress Tankcar Leasing I, LLC
By: Cypress Equipment Management
Corporation, II, Manager

By: _____
Title: _____

The Bank of New York, successor to
Mercantile-Safe Deposit and Trust Company, as
Security Trustee

By: Thomas B. Zakrzewski
Title: VICE PRESIDENT

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of

SAN FRANCISCO

} ss.

On JULY 21, 2003

Date

, before me, ILENE SASALL, NOTARY PUBLIC

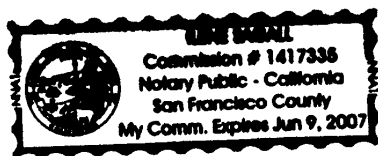
Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared

KENNETH PARK

Name(s) of Signer(s)

- ☒ personally known to me
☐ proved to me on the basis of satisfactory evidence



to be the person~~(s)~~ whose name~~(s)~~ is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity~~(ies)~~, and that by his/~~her/their~~ signature~~(s)~~ on the instrument the person~~(s)~~, or the entity upon behalf of which the person~~(s)~~ acted, executed the instrument.

WITNESS my hand and official seal.

Place Notary Seal Above

Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: BILL OF SALE AND PARTIAL RELEASE

Document Date: JULY 1, 2003 Number of Pages: 1

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

State of California)
) SS:
County of San Francisco)

On this ____ day of _____, 2003, before me personally appeared _____, to me known, who being by me duly sworn, say that (s)he is a _____ of Cypress Tankcar Leasing I, LLC, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

State of New York)
) SS:
County of New York)

On this 15 day of July, 2003, before me personally appeared **THOMAS B. ZAKRZEWSKI** to me known, who being by me duly sworn, says that (s)he is a **VICE PRESIDENT** of The Bank of New York, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

[Notarial Seal]

My commission expires:

WILLIAM J. CASSELS
Notary Public, State of New York
No. 01CA5027729
Qualified in Bronx County
Commission Expires May 18, 2006